

Company Registration No. 2027604 (England and Wales)

THE GOLDIE GROUP LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 1996



THE GOLDIE GROUP LIMITED

COMPANY INFORMATION

Directors

B.W. Turner
Mrs D.I. Harrison

Secretary

Mrs D.I. Harrison

Company number

2027604

Registered office

Bolebec House, 10 Lowndes Street
London
SW1X 9EU

Auditors

David A. Rose & Co
Mowbray House
58/70 Edgware Way
Edgware
Middlesex
HA8 8JP

THE GOLDIE GROUP LIMITED

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THE GOLDIE GROUP LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 1996

The directors present their report and financial statements for the year ended 31 December 1996.

Principal activities

The principal activity of the company continued to be that of property & business management.

Directors

The following directors have held office since 1 January 1996:

B.W. Turner

Mrs D.I. Harrison

Directors' interests

The directors' beneficial interests in the shares of the company were as stated below:

	Ordinary Shares of £1 each	
	31 December 1996	1 January 1996
B.W. Turner	20	20
Mrs D.I. Harrison	20	20

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that David A. Rose & Co be reappointed as auditors of the company will be put to the Annual General Meeting.

Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the board

D. I. Harrison

Mrs D.I. Harrison

Director

31 December 1997

THE GOLDIE GROUP LIMITED

AUDITORS' REPORT TO THE SHAREHOLDERS OF THE GOLDIE GROUP LIMITED

We have audited the financial statements on pages 3 to 10 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Fundamental uncertainty

In forming our opinion, we have considered the adequacy of the disclosure made in the financial statements concerning the shareholders loans. The financial statements have been prepared on the going concern basis, the validity of which is dependent on the continuing support of the shareholders. The financial statements do not contain any adjustments that would result from the withdrawal of this support. Our opinion is not qualified in this respect.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 1996 and of its loss for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies.



David A. Rose & Co

31 December 1997

Chartered Accountants
Registered Auditor

Mowbray House
58/70 Edgware Way
Edgware
Middlesex
HA8 8JP

THE GOLDIE GROUP LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 1996

	Notes	1996 £	1995 £
Turnover		114,455	142,519
Administrative expenses		(123,597)	(107,377)
Other operating income		1,225	581
Operating (loss)/profit	2	(7,917)	35,723
Investment income	3	-	(62,262)
Other interest receivable and similar income	3	6,324	-
Amounts written off investments	4	(87,982)	-
Interest payable and similar charges	5	(308)	(2,071)
Loss on ordinary activities before taxation		(89,883)	(28,610)
Tax on loss on ordinary activities	6	(2,713)	-
Loss on ordinary activities after taxation	12	(92,596)	(28,610)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

THE GOLDIE GROUP LIMITED

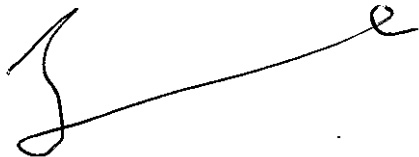
BALANCE SHEET AS AT 31 DECEMBER 1996

	Notes	1996 £	£	1995 £	£
Fixed assets					
Tangible assets	7		9,541		8,923
Investments	8		624,216		924,739
			<u>633,757</u>		<u>933,662</u>
Current assets					
Stocks		25,000		5,000	
Debtors	9	39,399		54,873	
Cash at bank and in hand		9,190		6,915	
		<u>73,589</u>		<u>66,788</u>	
Creditors: amounts falling due within one year	10	<u>(919,695)</u>		<u>(1,120,204)</u>	
Net current liabilities			<u>(846,106)</u>		<u>(1,053,416)</u>
Total assets less current liabilities			<u>(212,349)</u>		<u>(119,754)</u>
Capital and reserves					
Called up share capital	11		100		100
Profit and loss account	12		<u>(212,449)</u>		<u>(119,854)</u>
Shareholders' funds - equity interests	13		<u>(212,349)</u>		<u>(119,754)</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 31 December 1997

B.W. Turner
Director



D. J. Harrison
Mrs D.I. Harrison
Director

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1996

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Leasehold	Property disposed during year.
Fixtures, fittings & equipment	15% - Reducing Balance.
Motor vehicles	25% -Reducing Balance

1.4 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

1.5 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.6 Stock

Stock is valued at the lower of cost and net realisable value.

1.7 Deferred taxation

Deferred taxation is provided at appropriate rates on all timing differences using the liability method only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability or asset will crystallise in the foreseeable future.

1.8 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertaking comprise a small-sized group. The company has therefore taken advantage of the exemptions provided by section 248 of the Companies Act 1985 not to prepare group accounts.

2 Operating (loss)/profit	1996	1995
	£	£
Operating (loss)/profit is stated after charging:		
Depreciation of tangible assets	2,559	2,740
Auditors' remuneration	2,613	1,000

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1996

3	Other interest receivable and similar income	1996	1995
		£	£
	Bank interest	840	-
	Other interest	5,484	-
		<u>6,324</u>	<u>-</u>
4	Amounts written off investments	1996	1995
		£	£
	Amounts written off current asset investments	<u>87,982</u>	<u>-</u>
5	Interest payable	1996	1995
		£	£
	Hire purchase interest	<u>-</u>	<u>1,920</u>
6	Taxation	1996	1995
		£	£
	U.K. current year taxation		
	U.K. corporation tax at 24% (1995- 24%)	1,097	-
	Prior years		
	U.K. Corporation tax	<u>1,616</u>	<u>-</u>
		<u>2,713</u>	<u>-</u>

No corporation tax arises from the results shown in these financial statements.

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1996

7 Tangible fixed assets

	Plant and machinery etc £
Cost	
At 1 January 1996	34,563
Additions	3,177
At 31 December 1996	37,740
Depreciation	
At 1 January 1996	25,640
Charge for the year	2,559
At 31 December 1996	28,199
Net book value	
At 31 December 1996	9,541
At 31 December 1995	8,923

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1996

8 Fixed asset investments

	Shares in group undertakings and participating interests	Loans to group undertakings and participating interests	Total
	£	£	£
Cost			
At 1 January 1996	101,451	823,288	924,739
Disposals	-	(300,523)	(300,523)
	<u>101,451</u>	<u>522,765</u>	<u>624,216</u>
At 31 December 1996	<u>101,451</u>	<u>522,765</u>	<u>624,216</u>

In the opinion of the directors, the aggregate value of the company's investment in subsidiary undertakings is not less than the amount included in the balance sheet.

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Country of registration or incorporation	Shares held	
		Class	%
Subsidiary undertakings			
Sarl Iles des Artes	France	Ordinary	50
Foundland Limited	United Kingdom	Ordinary	100
Lakinmount Limited	United Kingdom	Ordinary	50
Datafile Limited	United Kingdom	Ordinary	50
Chiefpoint Limited	United Kingdom	Ordinary	50
Solitaire International Limited	New Zealand	Ordinary	41

Participating interests

0
0

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

	Capital and reserves	Profit for the year
Sarl Iles des Artes	(27,592)	3,627
Foundland Limited	(140)	40
Lakinmount Limited	49	67,217
Datafile Limited	145	188
Chiefpoint Limited	(180,045)	(114,914)
Solitaire International Limited	204,542	(35,974)
	0	0
	0	0

THE GOLDIE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1996

9 Debtors	1996 £	1995 £
Trade debtors	4,800	2,485
Other debtors	34,599	52,388
	<u>39,399</u>	<u>54,873</u>

10 Creditors: amounts falling due within one year	1996 £	1995 £
Taxation and social security	-	926
Other creditors	919,695	1,119,278
	<u>919,695</u>	<u>1,120,204</u>

11 Share capital	1996 £	1995 £
Authorised 10,000 Ordinary Shares of £1 each	<u>10,000</u>	<u>10,000</u>
Allotted, called up and fully paid 100 Ordinary Shares of £1 each	<u>100</u>	<u>100</u>

12 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 January 1996	(119,853)
Retained loss for the year	<u>(92,596)</u>
Balance at 31 December 1996	<u>(212,449)</u>

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 1996

13 Reconciliation of movements in shareholders' funds	1996 £	1995 £
Loss for the financial year	(92,596)	(28,610)
Opening shareholders' funds	(119,754)	(91,144)
Closing shareholders' funds	<u>(212,349)</u>	<u>(119,754)</u>

14 Contingent liabilities

The directors were not aware of any matters affecting these financial statements.

15 Control

The ultimate parent company is Rive Investment & Property Company Limited.